

MALLESONS STEPHEN JAQUES

Company Announcements
Platform
ASX Limited
Level 4, 20 Bridge Street
SYDNEY NSW 2000
By Fax 1300 135 638

Mr Mark Anning
Company secretary
Queensland Gas Company Limited
Level 5, 30 Herschel St
Brisbane Queensland 4000
By e-mail
And by post

12 December 2008

Dear Sir / Madam

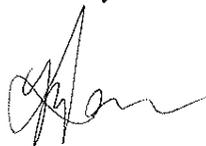
**BG International (AUS) Investments Pty Limited - on-market takeover bid for
Queensland Gas Company Limited: notice of change of interests of substantial holder**

We act for BG International (AUS) Investments Pty Limited (ACN 131 104 651) ("BG AUS"), a subsidiary indirectly wholly owned by BG Group plc, in relation to its on-market takeover offer for all of the shares in Queensland Gas Company Limited (ABN 11 089 642 553) ("QGC").

In accordance with sections 671B(1)(b) and 671B(1)(c) of the Corporations Act 2001 (Cwlth), we attach an ASIC Form 604 (Notice of change of interests of substantial holder) issued by BG AUS in relation to shares in QGC (the "**Form**").

The Form consists of **11 pages**, inclusive of this covering letter.

Yours faithfully



Natalie Lau
Solicitor
Direct line +61 2 9296 2905

Tim Bednall
Partner
Direct line +61 2 9296 2922

Form 604

Corporations Act 2001 (the "Act")
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Queensland Gas Company Limited ("QGC")

ACN 089 642 553

1. Details of substantial holder (1)

Name BG International (AUS) Investments Pty Limited ("BG AUS") and its associates (as set out in Annexure A) (the "BG AUS Associates")

ACN 131 104 651

There was a change in the interests of the substantial holder on 11.12.2008

The previous notice was given to the company on 11.12.2008

The previous notice was dated 11.12.2008

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary shares	940,575,186	97.21%	941,637,686	97.32%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
11.12.2008	BG AUS and the BG AUS Associates	Acquisition of a relevant interest in QGC ordinary shares arising upon on-market acquisitions by J.P. Morgan Securities Australia Limited on behalf of BG AUS pursuant to the on-market takeover offer set out in the Bidder's Statement of BG AUS dated 28 October 2008 ("Offer Acceptances")	\$5.75 for each QGC ordinary share	1,062,500 QGC ordinary shares	1,062,500
11.12.2008	N/A - BG AUS already held a relevant interest in QGC ordinary shares under section 608(1)(c) of the Act as a result of Offer Acceptances (where settlement was	Change in the nature of relevant interest in QGC ordinary shares upon the settlement of certain shares acquired under Offer Acceptances. BG AUS's relevant interest now arises under section 608(1)(a) of the Act	N/A	3,411,889 QGC ordinary shares	3,411,889

	previously pending on a T+3 basis)				
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4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
BG AUS and the BG AUS Associates	BG AUS	BG AUS	Relevant interest arises under section 608(1)(a) of the Act	936,701,261 QGC ordinary shares	936,701,261
BG AUS and the BG AUS Associates	Persons who have sold shares on-market as part of the Offer Acceptances (with settlement pending on a T+3 basis)	BG AUS	Relevant interest arises under section 608(1)(c)	4,936,425 QGC ordinary shares	4,936,425

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Not applicable	Not applicable

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
BG AUS	Level 53, Governor Phillip Tower, 1 Farrer Place, Sydney, New South Wales, 2000
The name and address of each associate of BG International (AUS) Investments Pty Limited is set out in Annexure A	

Signature

print name David Maxwell by his attorney Tim Bednall

Capacity: Under power of attorney

sign here

Date 12.12.2008

Annexure A

This is Annexure A of 8 pages referred to in the Form 604 (Notice of change of interests of substantial holder)

BG International (AUS) Investments Pty Limited - ACN 131 104 651

Annexure A ENTITY NAME	NUMBER	REGISTERED ADDRESS
ACRE EXPLORATION LIMITED	1272557	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
ACRE OIL (UK) LIMITED	1272556	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
ALIE INVESTMENTS LIMITED	3478502	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
AVENTURA ENERGY (ST. LUCIA) INC.	2000-00048	COLONY HOUSE, JOHN COMPTON HIGHWAY, CASTRIES, SAINT LUCIA
BERKSHIRE GLOBAL LIMITED	1015377	CRAIGMUIR CHAMBERS, ROAD TOWN, TORTOLA, BRITISH VIRGIN ISLANDS,
BERKSHIRE INTERNATIONAL INVESTMENTS LIMITED	1015376	CRAIGMUIR CHAMBERS, ROAD TOWN, TORTOLA, BRITISH VIRGIN ISLANDS,
BG 12 LIMITED	678020	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG 123 LIMITED	06560238	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT
BG 2/3 INVESTMENTS LIMITED	B 1989(95)	5 ST. CLAIR AVENUE, ST CLAIR, PORT OF SPAIN, TRINIDAD AND TOBAGO
BG 456 LIMITED	06560284	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT
BG 789 LIMITED	06560262	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT
BG ABC LIMITED	06560358	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG ALASKA E&P, INC.	26-4138606	CT CORPORATION, CORPORATION TRUST CENTER , 1209 ORANGE STREET, WILMINGTON, DELAWARE, 19801, UNITED STATES OF AMERICA
BG ALPHA LLP	OC317955	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG AMERICA INVESTMENTS LIMITED	652289	PALM GROVE HOUSE, P.O. BOX 438, ROAD TOWN, TORTOLA, BRITISH VIRGIN ISLANDS,
BG ARGENTINA S.A.	1666866	CARLOS PELLEGRINI 1141, 10TH FLOOR 1009, BUENOS AIRES, ARGENTINA
BG ASIA PACIFIC HOLDINGS PTE LIMITED	199503556M	83 CLEMENCEAU AVENUE, 14-06/07/08 UE SQUARE, 239920, SINGAPORE
BG ASIA PACIFIC PTE LIMITED	199503992W	83 CLEMENCEAU AVENUE, 14-06/07/08 UE SQUARE, SINGAPORE 239920, SINGAPORE
BG ASIA, INC.	23-1909967	CT CORPORATION, CORPORATION TRUST CENTER , 1209 ORANGE STREET, WILMINGTON, DELAWARE, 19801, UNITED STATES OF AMERICA
BG ATLANTIC FINANCE LIMITED	3949560	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG BOLGAS LTDA.	04.741.810/0001-50	RUA LAURO MULLER, 116, 17º ANDAR, 1703, BOTAFOGO, RIO DE JANEIRO, 22290-160, BRAZIL
BG BOLIVIA CORPORATION	CR 95295	C/O APPLEBY CORPORATE SERVICES, HUNTLAW BUILDING, PO BOX 190 , GEORGE TOWN, GRAND CAYMAN KY1-9002, CAYMAN ISLANDS
BG BRASILIA, LLC	107776212	CT CORPORATION, CORPORATION TRUST CENTER, 1209 ORANGE STREET, WILMINGTON DELAWARE, 19801, UNITED STATES OF AMERICA
BG CANADA LTD	349954-5	SUITE 1900, TORONTO DOMINION SQUARE, 333, 7TH AVENUE S.W., CALGARY AB T2P 2Z1, CANADA
BG CENTRAL INVESTMENTS LIMITED	1144335	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG COGEN LIMITED	2978241	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG COMERCIO E IMPORTACAO LTDA.	02.687.214/0001-03	RUA LAURO MULLER, 116, 17º ANDAR, 1707, BOTAFOGO, RIO DE JANEIRO, 22290-160, BRAZIL
BG CONSOLIDATED HOLDINGS	A 199919059	29 A/B, 29TH FLOOR, WYNSUM CORPORATE PLAZA, 22

(PHILIPPINES) INC.		EMERALD AVENUE, ORTIGAS CENTER, PASIG CITY, METRO MANILA, 1605, PHILIPPINES
BG DELTA LIMITED	3254203	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG DIGHTON POWER, LLC	20-5299816	5444 WESTHEIMER, SUITE 1200, HOUSTON TEXAS 77056, UNITED STATES OF AMERICA
BG DO BRASIL LTDA.	00.150.046/0001-97	RUA LAURO MULLER, 116, 17º ANDAR 1703, BOTAFOGO, RIO DE JANEIRO, 22290-160, BRAZIL
BG E&P BRASIL LTDA.	02.681.185/0001-72	RUA LAURO MULLER 116, 17º ANDAR 1703, BOTAFOGO, RIO DE JANEIRO, 22290-160, BRAZIL
BG EGYPT SA	310052 (FC 16185)	CAMPBELL CORP SERVICES LIMITED, BANK OF NOVA SCOTIA BUILDING, PO BOX 268, GEORGE TOWN, GRAND CAYMAN, CAYMAN ISLANDS
BG EMPLOYEE SHARES TRUSTEES LIMITED	2023808	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG ENERGY CAPITAL PLC	4222391	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG ENERGY FINANCE, INC.	3186061	CORPORATION TRUST CENTER, 100 WEST STREET, WILMINGTON 99, DELAWARE, 19801, UNITED STATES OF AMERICA
BG ENERGY HOLDINGS LIMITED	3763515	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT
BG ENERGY LIMITED	3763512	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG ENERGY MARKETING LIMITED	4921885	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG ENERGY MERCHANTS CANADA, LIMITED	-	CANADA
BG ENERGY MERCHANTS LLC	20-4130200	5444 WESTHEIMER, SUITE 1200, HOUSTON, TEXAS 77056, UNITED STATES OF AMERICA
BG EUROPE & AFRICA INVESTMENTS LIMITED	684546	PALM GROVE HOUSE, P.O. BOX 438, ROAD TOWN, TORTOLA, BRITISH VIRGIN ISLANDS,
BG EXPLORATION AMERICA, INC	2214217	CT CORPORATION, CORPORATION TRUST CENTER , 1209 ORANGE STREET, WILMINGTON, DELAWARE, 19801, UNITED STATES OF AMERICA
BG EXPLORATION AND PRODUCTION INDIA LIMITED	CR 47046	CAMPBELL CORP SERVICES LIMITED, BANK OF NOVA SCOTIA BUILDING, PO BOX 208, GEORGE TOWN, GRAND CAYMAN KY1-9002, CAYMAN ISLANDS
BG EXPLORATION AND PRODUCTION LIMITED	2844788	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG EXPLORATION AND PRODUCTION NIGERIA LIMITED	628086	7TH FLOOR , MARBLE HOUSE, 1 KINGSWAY ROAD, IKOYI, LAGOS, NIGERIA
BG FINANCE INVESTMENTS LIMITED	5600873	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG FINANCE LLP	OC314671	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG GAS ATLANTIC HOLDINGS BV	24 282 758	WILHELMINATOREN, WILHELMINAPLEIN 14, 3072 DE ROTTERDAM, THE NETHERLANDS
BG GAS BRAZIL E&P 1 B.V.	24386861	WILHELMINATOREN, WILHELMINAPLEIN 14, 3072 DE, ROTTERDAM, THE NETHERLANDS
BG GAS BRAZIL E&P 2 B.V.	24386866	WILHELMINATOREN, WILHELMINAPLEIN 14, 3072 DE, ROTTERDAM, THE NETHERLANDS
BG GAS BRAZIL E&P 3 B.V.	24386864	WILHELMINATOREN, WILHELMINAPLEIN 14, 3072 DE, ROTTERDAM, THE NETHERLANDS
BG GAS BRAZIL E&P 4 B.V.	24386845	WILHELMINATOREN, WILHELMINAPLEIN 14, 3072 DE, ROTTERDAM, THE NETHERLANDS
BG GAS BRAZIL E&P 5 B.V.	24386849	WILHELMINATOREN, WILHELMINAPLEIN 14, 3072 DE, ROTTERDAM, THE NETHERLANDS
BG GAS BRAZIL E&P 6 B.V.	24386852	WILHELMINATOREN, WILHELMINAPLEIN 14, 3072 DE, ROTTERDAM, THE NETHERLANDS
BG GAS BRAZIL E&P 7 B.V.	24386853	WILHELMINATOREN, WILHELMINAPLEIN 14, 3072 DE, ROTTERDAM, THE NETHERLANDS
BG GAS BRAZIL E&P 8 B.V.	24387779	WILHELMINATOREN, WILHELMINAPLEIN 14, 3072 DE, ROTTERDAM, THE NETHERLANDS
BG GAS BRAZIL E&P 9 B.V.	24387786	WILHELMINATOREN, WILHELMINAPLEIN 14, 3072 DE, ROTTERDAM, THE NETHERLANDS
BG GAS BRAZIL E&P 10 B.V.	24387792	WILHELMINATOREN, WILHELMINAPLEIN 14, 3072 DE,

		ROTTERDAM, THE NETHERLANDS
BG GAS BRAZIL E&P 11 B.V.	24387813	WILHELMINATOREN, WILHELMINAPLEIN 14, 3072 DE, ROTTERDAM, THE NETHERLANDS
BG GAS BRAZIL E&P 12 B.V.	24387824	WILHELMINATOREN, WILHELMINAPLEIN 14, 3072 DE, ROTTERDAM, THE NETHERLANDS
BG GAS GLOBAL HOLDINGS BV	24 282 757	WILHELMINATOREN, WILHELMINAPLEIN 14, 3072 DE ROTTERDAM, THE NETHERLANDS
BG GAS INTERNATIONAL BV	24 295 536	WILHELMINATOREN, WILHELMINAPLEIN 14, 3072 DE ROTTERDAM, THE NETHERLANDS
BG GAS INTERNATIONAL HOLDINGS BV	24 262 942	WILHELMINATOREN, WILHELMINAPLEIN 14, 3072 DE ROTTERDAM, THE NETHERLANDS
BG GAS LIMITED	2941910	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG GAS MARKETING AND TRADING ITALIA S.P.A	07590551003	PIAZZA CAVOUR, 2, 20121, MILANO, ITALY
BG GAS MARKETING LTD	4246096	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG GAS NETHERLANDS HOLDINGS BV	24 263 016	WILHELMINATOREN, WILHELMINAPLEIN 14, 3072 DE ROTTERDAM, THE NETHERLANDS
BG GAS SAO PAULO INVESTMENTS BV	24301034	WILHELMINATOREN, WILHELMINAPLEIN 14, 3072 DE ROTTERDAM, THE NETHERLANDS
BG GAS SERVICES LIMITED	3299002	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG GAS SUPPLY (UK) LIMITED	3788365	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG GAS SUPPLY TRINIDAD LIMITED	B 1419(95)	5 ST. CLAIR AVENUE, ST. CLAIR, PORT OF SPAIN, TRINIDAD AND TOBAGO
BG GENERAL HOLDINGS LIMITED	3827669	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT
BG GENERAL INVESTMENTS LIMITED	5586985	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT
BG GNV DO BRASIL LIMITADA	02.688.432/0001-62	AV. DAS NACOES UNIDAS, 12551, 14º ANDAR (1405/1406), BROOKLIN NOVO, SAO PAULO, 04578-900, BRAZIL
BG GREAT BRITAIN LIMITED	909162	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG GROUP EMPLOYEE BENEFIT TRUST LIMITED	4239644	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG GROUP EMPLOYEE SHARES TRUSTEES LIMITED	3167150	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG GROUP PENSION TRUSTEES LIMITED	4229722	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG GROUP PLC	3690065	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG GROUP TRUSTEES LIMITED	4082301	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG HASDRUBAL LIMITED	6335287	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG INDIA ENERGY SERVICES PRIVATE LIMITED	-	3RD FLOOR TOWER B FIRST INDIA PLACE, SUSHANT LOK 1, MEHRAULI - GURGAON ROAD, GURGAON, 122 002, INDIA
BG INDIA ENERGY SOLUTIONS PRIVATE LIMITED	-	3RD FLOOR TOWER B FIRST INDIA PLACE, SUSHANT LOK 1, MEHRAULI - GURGAON ROAD, GURGAON, 122 002, INDIA
BG INDIA TELECOM (MAURITIUS) LIMITED	27168/6722	FIFTH FLOOR, TM BUILDING , POPE HENNESY STREET, PORT LOUIS , MAURITIUS
BG INSURANCE COMPANY (SINGAPORE) PTE. LTD.	200209883D	20 RAFFLES PLACE, #09-01 OCEAN TOWERS, 048620, SINGAPORE
BG INTELLECTUAL PROPERTY LIMITED	2842953	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG INTERNATIONAL (AUS) PTY LIMITED	130 856 843	MALLESONS STEPHEN JAQUES, LEVEL 53 GOVERNOR PHILLIP TOWER, 1 FARRER PLACE, SYDNEY NSW 2000
BG INTERNATIONAL (AUS) 1 PTY LIMITED	130 927 203	MALLESONS STEPHEN JAQUES, LEVEL 53 GOVERNOR PHILLIP TOWER, 1 FARRER PLACE, SYDNEY NSW 2000
BG INTERNATIONAL (AUS) 2 PTY LIMITED	130 927 221	MALLESONS STEPHEN JAQUES, LEVEL 53 GOVERNOR PHILLIP TOWER, 1 FARRER PLACE, SYDNEY NSW 2000
BG INTERNATIONAL (AUS) 3 PTY LIMITED	130 927 258	MALLESONS STEPHEN JAQUES, LEVEL 53 GOVERNOR PHILLIP TOWER, 1 FARRER PLACE, SYDNEY NSW 2000
BG INTERNATIONAL (AUS) 4 PTY LIMITED	130 927 294	MALLESONS STEPHEN JAQUES, LEVEL 53 GOVERNOR PHILLIP TOWER, 1 FARRER PLACE, SYDNEY NSW 2000

BG INTERNATIONAL (AUS) 5 PTY LIMITED	130 927 356	MALLESONS STEPHEN JAQUES, LEVEL 53 GOVERNOR PHILLIP TOWER, 1 FARRER PLACE, SYDNEY NSW 2000
BG INTERNATIONAL (AUS) 6 PTY LIMITED	130 927 365	MALLESONS STEPHEN JAQUES, LEVEL 53 GOVERNOR PHILLIP TOWER, 1 FARRER PLACE, SYDNEY NSW 2000
BG INTERNATIONAL (AUS) 7 PTY LIMITED	130 927 392	MALLESONS STEPHEN JAQUES, LEVEL 53 GOVERNOR PHILLIP TOWER, 1 FARRER PLACE, SYDNEY NSW 2000
BG INTERNATIONAL (AUS) 8 PTY LIMITED	130 927 418	MALLESONS STEPHEN JAQUES, LEVEL 53 GOVERNOR PHILLIP TOWER, 1 FARRER PLACE, SYDNEY NSW 2000
BG INTERNATIONAL (AUS) 9 PTY LIMITED	130 927 436	MALLESONS STEPHEN JAQUES, LEVEL 53 GOVERNOR PHILLIP TOWER, 1 FARRER PLACE, SYDNEY NSW 2000
BG INTERNATIONAL (AUS) FINANCE PTY LIMITED	131 154 642	MALLESONS STEPHEN JAQUES, LEVEL 53 GOVERNOR PHILLIP TOWER, 1 FARRER PLACE, SYDNEY NSW 2000
BG INTERNATIONAL (AUS) INVESTMENTS 1 PTY LIMITED	131 154 553	MALLESONS STEPHEN JAQUES, LEVEL 53 GOVERNOR PHILLIP TOWER, 1 FARRER PLACE, SYDNEY NSW 2000
BG INTERNATIONAL (AUS) INVESTMENTS HOLDINGS LIMITED		WALKERS SPV LIMITED, WALKER HOUSE, 87 MARY STREET, GEORGE TOWN, GRAND CAYMAN KY1-9002, CAYMAN ISLANDS
BG INTERNATIONAL (AUS) LIMITED PARTNERSHIP	L0000164U	MALLESONS STEPHEN JAQUES, LEVEL 42, BOURKE PLACE, 600 BOURKE STREET, MELBOURNE VIC 3000
BG INTERNATIONAL (AUS) ALTERNATE LIMITED PARTNERSHIP	L0000165W	MALLESONS STEPHEN JAQUES, LEVEL 42, BOURKE PLACE, 600 BOURKE STREET, MELBOURNE VIC 3000
BG INTERNATIONAL (AUS) SUBCO PTY LIMITED	130 857 215	MALLESONS STEPHEN JAQUES, LEVEL 53 GOVERNOR PHILLIP TOWER, 1 FARRER PLACE, SYDNEY NSW 2000
BG INTERNATIONAL (CANADA) LIMITED	-	CANADA
BG INTERNATIONAL (CNS) LIMITED	958880	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG INTERNATIONAL (NSW) LIMITED	1287989	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG INTERNATIONAL LIMITED	902239	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG INTERNATIONAL SERVICES AB	556581-2103	DELOITTE., ATTN. MS. C. LINDAHL, BOX 450, 831 26, ÖSTERSUND, SWEDEN
BG INVERSIONES ARGENTINAS S.A.	1.760.966	CARLOS PELLEGRINI 1141, 10TH FLOOR (1009), BUENOS AIRES, ARGENTINA
BG IRAN LIMITED	2997897	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG ITALIA POWER S.P.A.	06833760017	PIAZZA CAVOUR, 2, 20121, MILANO, ITALY
BG ITALIA SPA	09795240150	PIAZZA CAVOUR 2, 20121, MILANO, ITALY
BG KARACHAGANAK DISTRIBUTION LLP	2388-1926	CZECH CAMP, WEST KAZAKHSTAN REGION, KAZAKHSTAN
BG KARACHAGANAK LIMITED	3294207	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG KARACHAGANAK TRADING LIMITED	4785802	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG LAKE ROAD HOLDINGS G.P., LLC	20-8574043	CT CORPORATION, CORPORATION TRUST CENTER, 1209 ORANGE STREET, WILMINGTON, DELAWARE, 19801, UNITED STATES OF AMERICA
BG LAKE ROAD HOLDINGS LP, LLC	-	5444 WESTHEIMER ROAD, SUITE 1200, HOUSTON, TEXAS 77056, UNITED STATES OF AMERICA
BG LIMITED	3896442	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG LNG REGAS INDIA PVT LTD	U11101DL2000PTC	11-A SUCHETA BHAWAN, 2ND FLOOR VISHNU DIGAMBAR MARG, NEW DELHI, 110002, INDIA
BG LNG SERVICES, LLC	76-0680243	CT CORPORATION, CORPORATION TRUST CENTER, 1209 ORANGE STREET, WILMINGTON, DELAWARE, 19801, UNITED STATES OF AMERICA
BG LNG TRADING, LLC	20-3292001	5444 WESTHEIMER, SUITE 1200, HOUSTON, TEXAS 77056, UNITED STATES OF AMERICA
BG LNG TRANSPORT NO 1 LIMITED	4246087	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG LNG TRANSPORT NO.3 LIMITED	4921883	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG LNG TRANSPORT NO.5 LIMITED	4921890	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG MANATEE LIMITED	B 1985(95)	5 ST. CLAIR AVENUE, ST. CLAIR, PORT OF SPAIN, TRINIDAD AND TOBAGO

BG MAURITIUS LNG HOLDINGS LIMITED	2370/5482	LEVEL SIX, ONE CATHEDRAL SQUARE, JULES KOENIG STREET, PORT LOUIS, MAURITIUS
BG METHANE ARCTIC LIMITED	2753246	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG MP HOLDINGS CORP. I. INC.	-	DELAWARE, UNITED STATES OF AMERICA
BG MP HOLDINGS CORP. II. INC.	-	DELAWARE, UNITED STATES OF AMERICA
BG MP HOLDINGS, LLC	-	DELAWARE, UNITED STATES OF AMERICA
BG MP PARTNERS I, LLC	-	DELAWARE, UNITED STATES OF AMERICA
BG MP PARTNERS II, LLC	-	DELAWARE, UNITED STATES OF AMERICA
BG MP POWER COMPANY, LLC	-	DELAWARE, UNITED STATES OF AMERICA
BG MUMBAI HOLDINGS LIMITED	1943/32599	LEVEL SIX, ONE CATHEDRAL SQUARE, JULES KOENIG STREET, PORT LOUIS, MAURITIUS
BG MUTURI LIMITED	4243058	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG NATURAL RESOURCES, LLC	02-32934097	5444 WESTHEIMER, SUITE 1200, HOUSTON TX 77056, UNITED STATES OF AMERICA
BG NETHERLANDS	05712512	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG NORGE AS	986 615 806	LOKKEVEIEN 103B, 4007 STAVANGER, NORWAY
BG NORGE LIMITED	5028627	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG NORTH AMERICA, LLC	2862782	CT CORPORATION, CORPORATION TRUST CENTER , 1209 ORANGE STREET, WILMINGTON, DELAWARE, 19801, UNITED STATES OF AMERICA
BG NORTH INVESTMENTS LIMITED	2844789	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG NORTH SEA HOLDINGS LIMITED	2383911	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG OKLNG LIMITED	2654676	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG OMIKRON LIMITED	5741076	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG OVERSEAS HOLDINGS LIMITED	2207355	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG OVERSEAS INVESTMENTS LIMITED	2878201	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG PACIFIC INVESTMENTS LIMITED	688557	PALM GROVE HOUSE, P.O. BOX 438, ROAD TOWN, TORTOLA, BRITISH VIRGIN ISLANDS,
BG PHILIPPINES HOLDINGS, INC.	A199915015	29 A/B, 29TH FLOOR, WYNSIUM CORPORATE PLAZA, 22 EMERALD AVENUE, ORTIGAS CENTER, PASIG CITY, METRO MANILA, 1605, PHILIPPINES
BG PUERTO RICO, CORP.	137,154	403 MUNOZ RIVERA AVENUE, (HATO REY), SAN JUAN, 00918-3345, PUERTO RICO
BG ROSETTA LIMITED	5203667	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG SINGAPORE LIMITED	4159059	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG SOUTH AMERICA INVESTMENTS LIMITED	4360558	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG SOUTH EAST ASIA LIMITED	2334822	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG ST PETER PORT LIMITED	44771	22 SMITH STREET, ST PETER PORT, GY1 2JQ, GUERNSEY
BG THAILAND LIMITED	2466384	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG THAILAND PTE LIMITED	199608826D	83 CLEMENCEAU AVENUE, 14-06/07/08 UE SQUARE, 239920, SINGAPORE
BG TRINIDAD 5(A) LIMITED	5574647	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG TRINIDAD AND TOBAGO LIMITED	2386676	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG TRINIDAD CENTRAL BLOCK LIMITED	B1892(95)(A)	5 ST. CLAIR AVENUE, ST. CLAIR, PORT OF SPAIN, TRINIDAD AND TOBAGO
BG TRINIDAD EC LIMITED	B 1599(95)	5 ST. CLAIR AVENUE, ST. CLAIR, PORT OF SPAIN, TRINIDAD AND TOBAGO
BG TRINIDAD LNG LIMITED	2960021	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6

		1PT, UNITED KINGDOM
BG TUNISIA LIMITED	2750465	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT
BG UK HOLDINGS LIMITED	2059279	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BG UPSTREAM A NIGERIA LIMITED	749490	NIGERIA
BG URUGUAY S.A.	213815990019	LA CUMPARSITA, 1373, 4TH FLOOR (11200), MONTEVIDEO, URUGUAY
BG US SERVICES, INC.	80826	CT CORPORATION, CORPORATION TRUST CENTER , 1209 ORANGE STREET, WILMINGTON, DELAWARE, 19801, UNITED STATES OF AMERICA
BG WEST INDIES LIMITED	2002-00061	CSB FINANCIAL SERVICES INC., COLONY HOUSE, JOHN COMPTON HIGHWAY, CASTRIES, SAINT LUCIA
BG WEST INDIES NO. 2 LIMITED	2004-00372	CSB FINANCIAL SERVICES INC., COLONY HOUSE, JOHN COMPTON HIGHWAY, CASTRIES, SAINT LUCIA
BRINDISI LNG SPA	01940680745	VIALE REGINA MARGHERITA, 13 , 72100, BRINDISI, ITALY
BRITISH GAS (MALAYSIA) SA	275834 (FC 15152)	CAMPBELL CORP SERVICES LIMITED, BANK OF NOVA SCOTIA BUILDING, PO BOX 268, GEORGE TOWN, GRAND CAYMAN KY1-9002, CAYMAN ISLANDS
BRITISH GAS ASIA INVESTMENTS LIMITED	2896869	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BRITISH GAS CORPORATION LIMITED	3886409	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BRITISH GAS EXPLORATION AND PRODUCTION LIMITED	3294133	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
BRITISH GAS HOLDINGS BV	-	THE NETHERLANDS
BRITISH GAS INDIA HOLDINGS LIMITED	14764/1883	SIXTH FLOOR, CERNE HOUSE, CHAUSSE, PORT LOUIS, MAURITIUS
BRITISH GAS INDIA PVT LIMITED	-	3RD FLOOR TOWER B FIRST INDIA PLACE, SUSHANT LOK 1, MEHRAULI - GURGAON ROAD, GURGAON, 122 002, INDIA
BRITISH GAS INTERNATIONAL BV	-	THE NETHERLANDS
BRITISH GAS INTERNATIONAL LIMITED	3745692	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
CENTURY POWER & LIGHT (IRELAND) LIMITED	54081	10 LAD LANE, DUBLIN 2, IRELAND
CITIGEN HOLDINGS LIMITED	2805013	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
CITIGEN LIMITED	2829328	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
COMPANHIA DE GAS DE SAO PAULO	61.856.571/0001-17	RUA DAS OLIMPIADAS, 205, 8TH, 9TH AND 10TH FLOORS, SAO PAULO, BRAZIL
DINAREL S.A.	213903830013	LA CUMPARSITA, 1373, 4TH FLOOR (11200), MONTEVIDEO, URUGUAY
DRAGON LNG GROUP LIMITED	05237839	MAIN ROAD, WATERSTON, MILFORD HAVEN, PEMBROKESHIRE, SA73 1DR, UNITED KINGDOM
DRAGON LNG LIMITED	04562711	MAIN ROAD, WATERSTON, MILFORD HAVEN, PEMBROKESHIRE, SA73 1DR, UNITED KINGDOM
EGYPT LNG SHIPPING LIMITED	38335	CLARENDON HOUSE, 2 CHURCH STREET, HAMILTON HM 11, BERMUDA
EL PASO ENERGY INTERNATIONAL COMPANY	-	UNITED STATES OF AMERICA
ENERGETICA LIMITED	3886414	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
FIRST NATGAS SUPPLY CORPORATION	CS200518927	3RD FLOOR, BENPRESS BUILDING, EXCHANGE ROAD CORNER MERALCO AVENUE, PASIG CITY, 1600, PHILIPPINES
GAS ARGENTINO S.A.	1.567.446	GREGORIO ARAOZ DE LAMADRID 1360, 1267 CAPITAL FEDERAL, BUENOS AIRES, ARGENTINA
GASODUCTO CRUZ DEL SUR SA	213643870010	LA CUMPARSITA, 1373, 4TH FLOOR (11200), MONTEVIDEO, URUGUAY
GLOBAL GAS LIMITED	2842957	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
GUJARAT GAS COMPANY LIMITED	3623 OF 1979-80	2, SHANTISADAN SOCIETY, NEAR PARIMAL GARDEN, ELLISBRIDGE, AHMEDABAD, GUJARAT, 380006, INDIA
GUJARAT GAS TRADING COMPANY LIMITED	4091 OF 1980-81	2, SHANTISADAN SOCIETY, NEAR PARIMAL GARDEN, ELLISBRIDGE, AHMEDABAD, GUJARAT, 380006, INDIA
HOMEPOWER SERVICES LIMITED	4703634	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6

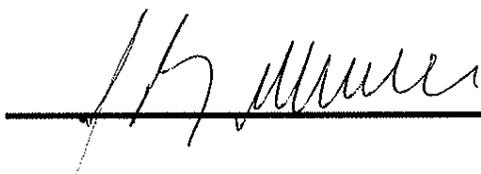
		1PT, UNITED KINGDOM
HYDROCARBONS IRELAND LIMITED	55957	10 LAD LANE, DUBLIN 2, IRELAND
HYDROCARBONS OFFSHORE SERVICES LIMITED	1796415	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
INFORMATION ARCHITECHS LIMITED	2401262	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
INTEGRAL INVESTMENTS B.V.	24 295 655	WILHELMINATOREN, WILHELMINAPLEIN 14, 3072 DE ROTTERDAM, THE NETHERLANDS
INTERNATIONAL GAS CONSULTANCY LIMITED	3886417	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
INVERSIONES BG (CHILE) LIMITADA	76.704.090-3	MIRAFLORES 222, PISO 24, SANTAIGO, CHILE
IQARA ENERGY SERVICES LTDA.	05401842000179	AV. DAS NACOES UNIDAS, 12551, 14º ANDAR (1403/1404), BROOKLIN NOVO, SÃO PAULO, 04578-903, BRAZIL
IQARA HOLDINGS LIMITED	4181031	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
IQARA LIMITED	4182014	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
IQARA TELECOM B.V.	24328711	WILHELMINATOREN, WILHELMINAPLEIN 14, 3072 DE ROTTERDAM, THE NETHERLANDS
IQARA TELECOM HOLDINGS B.V.	24328712	WILHELMINATOREN, WILHELMINAPLEIN 14, 3072 DE ROTTERDAM, THE NETHERLANDS
LAKE CHARLES EXPRESS LLC	-	5444 WESTHEIMER, SUITE 1200, HOUSTON, TEXAS, 77056, UNITED STATES OF AMERICA
LAKE ROAD GENERATING COMPANY, L.P.	52-1923765	56 ALEXANDER PARKWAY, DAYVILLE, CONNECTICUT, 06234, UNITED STATES OF AMERICA
LISBON STAR MANAGEMENT LIMITED	298248	EAST ASIA CHAMBERS , P.O BOX 901, ROAD TOWN, TORTOLA, BRITISH VIRGIN ISLANDS
LISBON STAR PHILIPPINES HOLDINGS, INC.	CS200314916	5TH FLOOR, BENPRESS BUILDING EXCHANGE ROAD , CORNER MERALCO AVENUE, PASIG CITY, 1600, PHILIPPINES
MAHANAGAR GAS LIMITED	11-88133	CITY GATE STATION, SION MUMBAI 400 022, BOMBAY 400 099, INDIA
MASSPOWER	04-3126542	5444 WESTHEIMER, SUITE 1200, HOUSTON, TEXAS, 77056, UNITED STATES OF AMERICA
METHANE SERVICES LIMITED	737366	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
METROENERGÍA S.A.	1.753.751	GREGORIO ARAOZ DE LAMADRID 1360, 1267 CAPITAL FEDERAL, BUENOS AIRES, ARGENTINA
MICROGEN ENERGY B.V.	24387827	WILHELMINATOREN, WILHELMINAPLEIN 14, 3072 DE, ROTTERDAM, THE NETHERLANDS
MICROGEN ENERGY LIMITED	4442132	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
MICROGEN HOLDINGS UK LIMITED	4704542	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
MICROGEN MANUFACTURING LIMITED	4446791	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
MILFORD ENERGY LIMITED	5199003	20-22 BEDFORD ROW, LONDON, WC1R 4JS, UNITED KINGDOM
NATURAL GAS GROUP LIMITED	4246914	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
NATURAL GAS LIMITED	4246677	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
NATURAL GROUP LIMITED	4246929	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
OKLNG FREE ZONE ENTERPRISE	RC1/160	2A OSBORNE ROAD, 10TH FLOOR, FORESHORE TOWERS, IKOYI, LAGOS, NIGERIA
ONE NATURAL ENERGY LIMITED	4118847	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
PREMIER ENERGY HOLDINGS LIMITED	2624599	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
PREMIER POWER LIMITED	N.I.26040	BALLYLUMFORD POWER STATION, ISLANDMAGEE, LARNE, COUNTY ANTRIM, BT40 3RS, NORTHERN IRELAND
PREMIER STORAGE LIMITED	NI37912	BALLYLUMFORD POWER STATION, ISLANDMAGEE, LARNE, COUNTY ANTRIM, BT40 3RS, NORTHERN IRELAND
PREMIER TRANSCO LIMITED	NI 38600	BALLYLUMFORD POWER STATION, ISLANDMAGEE, LARNE, COUNTY ANTRIM, BT40 3RS, NORTHERN IRELAND
SCHOONER TRUSTEES LIMITED	3766739	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6

		1PT, UNITED KINGDOM
SEABANK OPERATIONS & MAINTENANCE LIMITED	3039063	100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE, RG6 1PT, UNITED KINGDOM
SEABANK POWER LIMITED	2591188	SEVERN ROAD, HALLEN , BRISTOL, BS10 7SP, UNITED KINGDOM
THAI ENERGY CO. LIMITED	0105535137412	ROOM 321B, 21ST FLOOR, SCB PARK PLAZA, TOWER III (EAST), 19 RATCHADAPISEK ROAD KWAENG CHATUCHAK KHET CHATUCHAK, BANGKOK, THAILAND
TRINLING LIMITED	T 3625(95)	5 ST. CLAIR AVENUE, ST. CLAIR, PORT OF SPAIN, TRINIDAD AND TOBAGO
VERMILION (BARBADOS) LIMITED	13299	RBTT TRUST CORPORATION, CGI TOWER, WARRENS, ST.MICHAEL, BARBADOS

print name David Maxwell by his attorney Tim Bednall

Capacity Under power of attorney

sign here



Date 12.12.2008